Annual General Meeting
May 21, 2025

1) **Welcome and call to order** – Peter Zwarich, Chair (2 minutes)

2) **Approval of the Agenda** – Danielle Valcheff, Secretary (1 minute)

Be it resolved that the Agenda of the 2024 Annual General Meeting on May 25, 2025 be approved as circulated. Moved /Seconded

3) **Approval of the 2021 AGM minutes** (June 5, 2022) – Danielle Valcheff, Secretary (1 minute)

Be it resolved that the minutes of the 2021 Annual General Meeting held June 5, 2022, be approved as presented. Moved /Seconded

4**)** **Bylaw Amendments** – Danielle Valcheff, Secretary (5-10 minutes)

General Membership was presented with 22 by-law change proposals:

1. Defining a member in good standing for ONCA compliance
2. Clause for membership access to records for ONCA compliance
3. Simplifying bylaw language and process for membership dues
4. Adding member appeal procedure for ONCA compliance
5. Adding term limit for board of directors for ONCA compliance
6. Adding conflict of interest procedure for ONCA compliance
7. Simplifying language for board of directors meetings
8. Adding bylaw for deemed consent and dissent for records for ONCA compliance
9. Simplifying and modernizing record keeping practices for board meetings and AGM (2 items)
10. Simplifying AGM practices while remaining ONCA compliant (6 items)
11. Adding a bylaw outlining e-voting rules at the AGM
12. Reducing quorum from 10% of the membership to the lesser of 5% of membership or 10 people
13. Changing notice of bylaw amendment from 7 days to 10 days for ONCA compliance
14. Removing u-1 voting procedures and replacing it with majority voting system

15. Adding a bylaw on annual review of financial statements for ONCA compliance

Be it resolved that all 22 proposed by-law amendments be accepted and approved as presented and that they shall come into effect at the next Board Meeting immediately following the Annual General Meeting. Moved/Seconded

5) **Review of Finances** – Cam Rowlands, Treasurer (10-15 minutes)

- Review of 2024 Financial Statements
- 2023 Financial Statements – available for members to view
- 2022 Financial Statements– available for members to view

Be it resolved that the General Membership accepts and approves the Financial Report for 2022, 2023 and 2024. Moved/Seconded

6) Appointment of Financial Reviewer - Cam Rowlands (2 minutes)

Resolution to Authorize the Board to Appoint an Auditor or Reviewer

WHEREAS the Ontario Not-for-Profit Corporations Act, 2010 (ONCA) requires the corporation to appoint a public accountant annually unless the requirement is waived in accordance with the Act;

AND WHEREAS the members of River & Sky Arts in the Woods, Inc. wish to authorize the board of directors to obtain quotes and select a qualified public accountant to conduct the required financial review engagement for the fiscal year ending on October 31, 2025;

BE IT RESOLVED THAT the membership authorizes the board of directors to:

1. *Solicit quotes from qualified public accountants for the purpose of conducting a financial review engagement; and*
2. *Select and appoint the public accountant deemed most appropriate and cost-effective by the board; and*
3. *Report the selection to the membership at the next Annual General Meeting.*

Moved/Seconded

6) **Highlights from 2022-2024 –** Abigail Cassio, former ED (10 minutes)

7) **Plans for 2025 –** Peter Zwarich, Chair (10-15 minutes)

- Hiring staff/leads – Deadline May 22
- Launching volunteers May 14 - Thank you Bailey for the new system!

- Working Board model
- Tackling debt
- Working with Fishers to build on former glampsites
- Indigenous programming and partnerships

8) **Thank You to Retiring/Retired 2024-25 Board Members and Staff –** Peter Zwarich, Chair (5-10 minutes)

- **Board Members:** Carrie Graham, past Chair, Alana Malcolm, Vice Chair, Erin Danyliw, past Treasurer, Cynthia McNichol, Spencer Shewen, and Deniz Frick
- **Big thank you to:** Abigail Cassio, Executive Director

9) **Election of New Board Members** – Peter/ Kristina Donato, Chief Returning Officer (10 minutes)

Members vote yes or no by electronic poll. There are currently 5 vacancies and 4 applicants.

- **Daniel Rose (he/him), Timmins**

I am a trained facilitator and owner of a small business that works with clients to develop and implement strategy. Visioning, co-creating and collaborating are my skills. along with turning vision into project plans and action.

Why: I feel passionately about the event and its values and what it stands for. I want to do my part to help ensure its ongoing resilience and growth.

- **Emily Granville (they/she/kwe), Manitowaning**

I am Odawa-Cree, I grew up on Manitoulin Island where I spent most of my life in the small rural town of Manitowaning. My mom is Odawa from Wiikwemkoong Unceded Territory on Manitoulin Island, and my dad is Swampy Cree from remote Moose Factory along the Hudson Bay. I am graduating from my Bachelor of Music at Wilfrid Laurier University with an Indigenous Studies minor. My research focuses on Indigenous archives, and honouring oral knowledge as a legitimate form of knowledge as opposed to the privilege of the written word. I am happy to say that I will be continuing into my graduate studies in Music with an Emphasis on Ethnomusicology at the University of British Columbia in the fall.

I have experience working in a governance setting and within the non-profit sector. I worked for Weengushk International Film Festival as a Festival Assistant, and then transitioned as Marketing Coordinator the following summer. I have adjudicated for organizations such as MusiCounts for the MusiCounts Band Aid Program for over 4

years, and have recently joined the Youth Advisory Committee for the Ontario Indigenous Youth Partnership Programs Makakikedaa, Let's Build a Basket grants this year, where I adjudicated over 50 grants and helped determine the allocation of funds.

I am currently employed by non-profit Indigenous-led organization We Matter as the External Community Relations Liaison. At We Matter, I meet with communities and uphold reciprocal relationships; write grants, such as successfully securing four positions for Canada Summer Jobs positions and funding with Indigenous Services Canada; audits, and more. Alongside this, I have ended my term as the President of the Indigenous Students' Association at Laurier where I oversaw 9 executive members, helped secure external funding for two large successful workshops, and started the Laurier Name Change Campaign committee.

Why: I am interested in being on the River and Sky board as it aligns greatly with my ambitions as a musician, curator and scholar. I enjoy talking about subjects that align with my values, especially within the Indigenous community, regarding accessibility and diversity. I think that River and Sky could benefit from having a voice like mine, someone who has lived experience growing up rural on Manitoulin Island, with little to no access to music growing up.

- **Genevieve Olivia Kiessling (she/her), North Bay**

I'm a career graphic designer in the process of getting my Bachelor of Fine Arts (Hon) at Nipissing University. I also have a few decades of kitchen experience under my belt including working at North Star Diner. I take a personal interest in community building, food insecurity and rescue, and Indigenous Sovereignty and environmental sustainability. I identify as queer and disabled.

Why: I would love to be part of the back end of this incredible Northern Festival.

- **Meghan Willoughby (she/her), Sudbury**

I'm a 3rd year BScN student, BLS / CPR certified, and experienced in the silviculture industry. (Happy to help set up - I can deal with bugs!)

Why: Contributing to health and safety of the festival. This is my 9th year!

B*E IT RESOLVED THAT* *the membership of River & Sky Arts in the Woods, Inc. hereby accepts the results of the election held on [insert AGM date] and confirms the appointment of the following individuals to the board of directors for the term of 2 years.*

AND BE IT FURTHER RESOLVED THAT the board of directors is duly constituted and empowered to carry out the governance and affairs of the corporation in accordance with the bylaws and the Ontario Not-for-Profit Corporations Act, 2010. Move/seconded

9) **Questions –** 15 minutes

10) **Adjourn**

Be it resolved that the meeting adjourn at x:xx p.m.

Moved: Seconded: